

May 31, 2012

Mr. Mike Foster
UCDD Board Chairman
1 Public Square
Smithville, TN 37166

Mr. Foster,

On February 24th, 2012, the UCDD Board placed me as well as a co-worker into Interim Positions after an investigation identified the misappropriation of funds and unethical/illegal practices by previous management. Upon this appointment, we received no guidance from the UCDD Board or direction in which was best suited for the situation in which we inherited, rather an immediate criticism of practices that were only for the betterment of the agency.

After we received much questioning from several board members, primarily through backstage gossiping, an act that one certainly wouldn't expect from board members who are supposed to be of highest support; most members received education of events either by email, a phone call, or in person. I feel it highly important to point out that you, Mr. Foster, as well as others, criticized mostly the fact that a total of \$25,000 per year in raises were provided among 8 employees for assuming responsibility of those 8 that are no longer with the agency, rather than hiring individuals that we could not afford, especially after the exceedingly great lawyer bill that was received upon approval by the board. Where were your concerns when the accrual of a \$250,000 lawyer bill was rising?

In taking responsibility for an agency that has received much negative publicity, it should be the intentions of the board to be transparent and provide financial security to an agency that has been so negatively impacted by poor financial management. However, in last week's meeting, it is clear that the board has no intention of following through with that will. Instead, a vote was taken to give Amanda Mainord, former UCDD employee, administration dollars for work that she completed while being employed at the Development District. Dollars that total \$135,000.00.

I have to ask myself, if you or other board members owned a private business such as an Insurance Firm and Ms. Mainord was employed by you to recruit clients, she decided to take your business for personal gain, after you had paid her and supplied all the training necessary, would you vote a unanimous yes? Yes, that she could simply take the profit in which you had paid her to work for? I believe we all know the answer to that. No.

It is clear that this board does not have the best interest of the agency's employees or those in which are served throughout the Upper Cumberland region by decisions that continue to cripple the agency financially.

Mr. Foster, I am certainly apologetic that you continue to 'have problems' with the agency and your hand has been burned (comments that you made in May 24th meeting), however, you should identify that you and others have enabled all actions to occur that have caused you to 'get burnt'. Your hand continues to be burnt because you and others do not identify the real problems that have taken place. The real problem was the previous Executive Director and her Deputy, who profited much with their positions, in many ways that have already been identified by the NC5 Investigative team. However, the bigger problem is that you and others continue to focus on 'who contacted the media' and 'who took information out'? Both items listed are things that may never be disclosed and falsely accusing staff will provide you with even greater problems and will never allow for success to occur at this agency.

I do think it is of high importance to point out that you, as the UCDD Board Chairman, were contacted, via email on June 15, 2011 by the Tennessee Commission on Aging and Disability, Mike Hann, notifying you of a question raised by a citizen who was greatly concerned about the Living the Dream project.

Also, it is of importance to point out that 2 board members were contacted by Michelle Price, with her expressing her concern of illegal activities being performed by both Wendy and Larry. Michelle told the agency's HR manager as well as other Directors of her concern and was advised to receive legal counseling. According to Mrs. Price, she was told that there was nothing to worry about by those board members. Should these names need to be unveiled, that certainly is not a problem as she has told numerous individuals on different occasions of these conversations.

Many people here at the Development District give their all to ensure they provide ample service to their communities. However, we as management continue to be made aware of deals that have and are being made to ensure that I as well as others are removed upon appointment of the new Executive Director. These deals have been released and are on record. It is highly unfortunate that people who call themselves leaders would partake in such activity. I certainly do not think this was the intention of Tennessee Legislature when this agency was formed.

In closing, I want to disclose that it is clear that this board does not have the best interest of the agency's employees or those in which are served throughout the Upper Cumberland region in

mind when making decisions for future success. Therefore, I am providing you with notification that I can no longer serve as Interim Executive Director nor will I be striving to see success for the Cumberland Area Investment Corporation, a positive asset that this agency in the past has been able to serve our communities with prior to the devastation generated by another poor decision on the board's behalf to make a loan to Living the Dream without supplying any necessary questions. I have been a faithful employee of UCDD for over 16 years, however, I will not continue to be associated with such an organization. This is my formal resignation from all involvement with UCDD.

I certainly pray and hope for the best to those remaining at UCDD who have the biggest of hearts to serve the less fortunate. Overlooking things that are not right is the very thing that got UCDD in trouble before. I will not be a part of looking the other way when that happens, therefore, my resignation is presented and will be in effect as of June 15th, 2012.

Best,



Earl Carwile

Cc: UCDD Executive and Full Board
Cumberland Area Investment Corporation